

Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation ROSE-MARIE AND JACK R. ANDERSON FOUNDATION		A Employer identification number 75-2542403
Number and street (or P.O. box number if mail is not delivered to street address) 5000 LEGACY DRIVE	Room/suite 140	B Telephone number (972) 248-7350
City or town, state, and ZIP code PLANO, TX 75024		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 47,503,276.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1,498.	1,498.		STATEMENT 1
4 Dividends and interest from securities		1,179,432.	1,179,432.		STATEMENT 2
5a Gross rents		235.	235.		STATEMENT 3
b Net rental income or (loss) 235.					
6a Net gain or (loss) from sale of assets not on line 10		389,148.			
b Gross sales price for all assets on line 6a 8,095,582.					
7 Capital gain net income (from Part IV, line 2)			389,148.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
Other income		66,204.	66,204.		STATEMENT 4
12 Total. Add lines 1 through 11		1,636,517.	1,636,517.		
13 Compensation of officers, directors, trustees, etc.		63,000.	15,750.		47,250.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 5		15,750.	3,938.		11,812.
c Other professional fees STMT 6		45,741.	19,401.		26,340.
17 Interest		43.	43.		0.
18 Taxes STMT 7		25,957.	957.		0.
19 Depreciation and depletion					
20 Occupancy		4,088.	0.		4,088.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		59,361.	53,844.		4,231.
24 Total operating and administrative expenses. Add lines 13 through 23		213,940.	93,933.		93,721.
25 Contributions, gifts, grants paid		1,931,451.			1,931,451.
26 Total expenses and disbursements. Add lines 24 and 25		2,145,391.	93,933.		2,025,172.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<508,874.>			
b Net investment income (if negative, enter -0-)			1,542,584.		
c Adjusted net income (if negative, enter -0-)				N/A	

223501 12-05-12 LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

ROSE-MARIE AND JACK R. ANDERSON

Form 990-PF (2012)

FOUNDATION

75-2542403

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		2,771,517.	5,954,817.	5,959,190.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 9		7,373,542.	2,906,665.	2,941,081.
	b	Investments - corporate stock STMT 10		28,603,733.	29,210,618.	35,203,253.
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment, basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 11		5,880.	2,391.	2,391.	
14	Land, buildings, and equipment: basis ▶ 22,864.					
	Less: accumulated depreciation STMT 12 ▶ 22,864.					
15	Other assets (describe ▶ STATEMENT 13)		2,895,296.	3,066,603.	3,397,361.	
16	Total assets (to be completed by all filers)		41,649,968.	41,141,094.	47,503,276.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		41,649,968.	41,141,094.	
30	Total net assets or fund balances		41,649,968.	41,141,094.		
31	Total liabilities and net assets/fund balances		41,649,968.	41,141,094.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	41,649,968.
2	Enter amount from Part I, line 27a	2	<508,874.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	41,141,094.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	41,141,094.

**ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION**

Form 990-PF (2012)

75-2542403 Page 3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 8,095,582.		7,706,434.	389,148.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			389,148.

2 Capital gain net income or (net capital loss)	<div> <div> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>	2	389,148.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	<div> <div> { If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 </div> </div>	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	1,940,811.	43,744,842.	.044367
2010	2,091,877.	41,384,056.	.050548
2009	2,321,243.	38,292,413.	.060619
2008	2,468,588.	46,303,783.	.053313
2007	2,394,510.	52,267,081.	.045813

2 Total of line 1, column (d)	2	.254660
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.050932
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	46,388,575.
5 Multiply line 4 by line 3	5	2,362,663.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15,426.
7 Add lines 5 and 6	7	2,378,089.
8 Enter qualifying distributions from Part XII, line 4	8	2,025,172.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	30,852.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	30,852.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	30,852.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	20,333.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	30,333.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	152.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 14	9	671.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2012)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► NEIL R. ANDERSON Telephone no. ► 972-248-7350 Located at ► 5000 LEGACY DRIVE, SUITE 140, PLANO, TX ZIP+4 ► 75024			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► , , ,		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Form 990-PF (2012)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		63,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Form 990-PF (2012)

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2012)

ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION

Form 990-PF (2012)

75-2542403 Page 8

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	43,722,470.
b	Average of monthly cash balances	1b	3,368,096.
c	Fair market value of all other assets	1c	4,434.
d	Total (add lines 1a, b, and c)	1d	47,095,000.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	47,095,000.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	706,425.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	46,388,575.
6	Minimum investment return. Enter 5% of line 5	6	2,319,429.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,319,429.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	30,852.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	30,852.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,288,577.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,288,577.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,288,577.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,025,172.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,025,172.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,025,172.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2012)

ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION

Form 990-PF (2012)

75-2542403 Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				2,288,577.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,931,116.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 2,025,172.				
a Applied to 2011, but not more than line 2a			1,931,116.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				94,056.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				2,194,521.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

N/A

▶

	4942(i)(3) or		4942(i)(5)
--	---------------	--	------------

(4) Gross investment income

[illegible]

2012.05000 ROSE-MARIE AND JACK R. ANDE 07023001

ROSE-MARIE AND JACK R. ANDERSON

Form 990-PF (2012)

FOUNDATION

75-2542403 Page 11

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ASTRONOMICAL SOCIETY OF GREENWICH ONE MUSEUM DRIVE GREENWICH, CT 06830	NONE	PUBLIC	EDUCATION	12,667.
NATIONAL CENTER FOR POLICY ANALYSIS P.O. BOX 741175 DALLAS, TX 75374-1175	NONE	PUBLIC	COMMUNITY SERVICE	50,000.
E3 PARTNERS MINISTRY 2001 W. PLANO PARKWAY, SUITE 2600 PLANO, TX 75075	NONE	PUBLIC	RELIGIOUS	1,325.
HILLSDALE COLLEGE 33 E. COLLEGE STREET HILLSDALE, MI 49242	NONE	PUBLIC	EDUCATION	10,000.
CATO INSTITUTE 1000 MASSACHUSETTS AVE., NW WASHINGTON, DC 20001	NONE	PUBLIC	EDUCATION	50,000.
Total	SEE CONTINUATION SHEET(S)			1,931,451.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B[illegible]

ROSE-MARIE AND JACK R. ANDERSON FOUNDATION
FORM 990-PF, PART II, LN 10 ATTACHMENT - INVESTMENT
12/31/12

	<u>SHARES</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
<u>U.S. GOVERNMENT OBLIGATIONS</u>				
2012-11-15 TSY 1.375% H2719	30,000	3,004,236	-	-
2013-05-15 TSY STRIP -0%-	1,000	977,110	993,739	999,780
2038-07 GNMA 44AH 5%	20,000	1,394,606	-	-
2039-04 GNMA 44AD 4.5%	3,091	622,986	310,273	309,741
2036-02 GNMA 49QA 5 5%	3,713	553,809	394,016	413,174
2039-09 GNMA 129JA 4%	2,708	820,795	274,142	273,081
2041-08 GNMA 26MH 3%	9,345	-	934,495	945,305
TOTAL U.S. GOVERNMENT OBLIGATIONS		<u>7,373,542</u>	<u>2,906,665</u>	<u>2,941,081</u>

CORPORATE STOCK

PL(PROTECTIVE LIFE)	43,395	1,495,500	1,495,500	1,240,229
SPY (SPDRS) 5/04	9,100	1,002,552	1,002,552	1,295,930.97
SPY (SPDRS) 8/04	18,650	2,000,406	2,000,406	2,655,946.44
SPY (SPDRS) 2005	36,850	4,442,064	4,442,064	5,247,808.39
SPY (SPDRS) 2006	15,500	2,004,486	2,004,486	2,207,354.95
SPY (SPDRS) 2007	27,100	3,999,939	3,999,939	3,859,310.92
SPY (SPDRS) 2008	8,200	997,129	997,129	1,167,761.98
SPY (SPDRS) 2009	1,317	142,375	142,375	187,571.06
SPY (SPDRS) 2010	1,621	189,224	189,224	230,846.61
SPY (SPDRS) 2011	11,308	1,332,849	1,332,849	1,610,339.49
SPY (SPDRS) 2012	2,699	-	372,630	384,350.20
SPY	4,350	500,100	500,100	619,484.00
UNH (UNITED HEALTH)	31,279	1,256,232	1,256,232	1,696,572.96
UNH JRA 2006	4,990	244,111	244,111	270,657.60
UNH 11/2000	1,430	7,289	7,289	77,563.20
UNH JRA	10,091	497,624	497,624	547,335.84
UNH RMA 1998	12,210	998,390	998,390	662,270.40
UNH 9/28/07	16,000	776,160	776,160	867,840
VANGUARD S&P 500 INDEX	49,163	3,322,374	3,460,874	6,458,527
AMERICAN TOWER CORP	350	21,151	21,151	27,045
APPLE, INC	60	37,523	24,781	31,930
ARCOS DORADOS HOLDING INC	750	19,662	-	-
BERKSHIRE HATHAWAY CLB	200	13,607	13,607	17,940
BRISTOL-MYERS SQUIBB CO	1,100	16,441	37,400	35,849
CARTER HOLDINGS INC	500	15,134	15,134	27,825
CHEVRON CORP 144X5	350	31,250	27,344	37,849
CONVIDIEN HOLDINGS INC	650	35,641	35,641	37,531
DU PONT E I DE NEMOURS	500	-	25,264	22,489
FAMILY DOLLAR STORE	350	18,730	-	-
GULF KEYSTONE PETROLEUML	4,500	-	20,174	12,947
HEINZ H J CO PV	570	24,483	24,483	32,878
HOME DEPO	500	25,807	13,111	30,925
JPMORGAN CHASE & CO	700	23,145	27,437	30,778

ROSE-MARIE AND JACK R. ANDERSON FOUNDATION
FORM 990-PF, PART II, LN 10 ATTACHMENT - INVESTMENT
12/31/12

	<u>SHARES</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
KVH INDUSTRIES INC DEL	4,500	44,857	57,436	62,910
MACQUARIE INFRASTRUCTURE (1,500	34,699	42,093	68,340
MAKO SURGICAL CORP	1,000	-	20,465	12,850
MICROSOFT	1,250	-	37,253	33,387
NATIONAL OIL WELL VARCO	350	21,068	-	-
SEADRILL LTD	750	19,472	19,472	27,600
SEAGATE TECH PLC SHS	1,125	-	34,037	34,223
SOCIEDAD Q&M CHLE S	300	8,078	11,256	17,292
TELULAR CORP NEW	2,000	-	20,298	18,940
TRONOX LTD SHS CL A	1,500	-	26,710	27,375
UNILEVER NV NY REG SHS	400	13,306	-	-
WAL-MART STORES	600	26,598	33,867	40,938
WEATHERFORD INTL LTD	1,250	18,554	-	-
WELLS FARGO	1,000	31,546	31,546	34,180
MARKET VECTORS RUSSIA	500	24,841	24,841	26,380
MIDCAP SPDR TR SER 1	7,300	995,283	995,283	1,355,683
POWERSHARES QQQ TRUST	450	22,628	-	-
SPDR DJIA DIA	350	41,714	-	-
SPDR MIDCAP S&P 400 MDY	80	14,456	-	-
SPDR GOLD TRUST	200	15,624	15,562	32,404
ZILLOW INC SHS CL A	475	-	19,428	13,181
GOLDMAN SACHS STRA INC FUN	105,559	1,021,831	1,057,810	1,091,483
CHOICE HOTELS	20,000	757,800	757,800	672,400
TOTAL CORPORATE STOCK		28,603,733	29,210,618	35,203,253

Account Number: 3240-2659
THE ROSE-MARIE & JACK R
ANDERSON FOUNDATION

Realized Gain/Loss

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a Tax Advisor as to any additional reporting requirements or adjustments. THIS INFORMATION IS NOT VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

* Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.

* The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.

* Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.

* Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

REALIZED GAIN/LOSS SUMMARY	COVERED SECURITIES	NONCOVERED SECURITIES	TOTAL
Short term	\$0.00	\$0.00	\$0.00
Long term	\$0.00	\$0.00	\$0.00
Unknown term	Not applicable	\$0.00	\$0.00
Index options	Not applicable	\$0.00	\$0.00
Total - Realized Gain/Loss	\$0.00	\$0.00	\$0.00

Realized Gain/Loss Detail

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
BANK OF AMERICA CD CHARLOTTE NC ACT/365 FDIC INSURED CPN 1.300% DUE 05/07/12 DTD 05/05/10 FC 11/05/10 CUSIP 06051VQC3	230,000.00000	100.0000	04/30/10	05/07/12	230,000.00	230,000.00	0.00

2012 ENHANCED SUMMARY

4,244

Page 12 of 14

Account Number: 3240-2659
THE ROSE-MARIE & JACK R
ANDERSON FOUNDATION

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	<i>Continued</i> Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
CENTRUE BANK CD STREATOR IL ACT/365 FDIC INSURED CPN 2.550% DUE 03/30/12 DTD 03/31/09 FC 10/01/09 CUSIP 15643GBW4	95,000.00000	100.0000	03/26/09	03/30/12	95,000.00	95,000.00	0.00
FIRST ADVANTAGE BANK CD ST PETERS MO ACT/365 FDIC INSURED CPN 2.500% DUE 03/30/12 DTD 03/30/09 FC 05/01/09 CUSIP 31848KAM8	95,000.00000	100.0000	03/26/09	03/30/12	95,000.00	95,000.00	0.00
FIRST BK HIGHLAND PK CD HIGHLAND PK IL ACT/365 FDIC INSURED CPN 2.900% DUE 03/19/12 DTD 03/18/09 FC 09/18/09 CUSIP 3191403W7	95,000.00000	100.0000	03/10/09	03/19/12	95,000.00	95,000.00	0.00
GE MONEY BANK CD DRAPER UT ACT/365 FDIC INSURED CPN 1.350% DUE 05/07/12 DTD 05/07/10 FC 11/07/10 CUSIP 36159SMF5	230,000.00000	100.0000	04/30/10	05/07/12	230,000.00	230,000.00	0.00
GOLDMAN SACHS BK USA CD NEW YORK NY ACT/365 FDIC INSURED CPN 2.850% DUE 03/19/12 DTD 03/18/09 FC 09/18/09 CUSIP 381426R72	95,000.00000	100.0000	03/10/09	03/19/12	95,000.00	95,000.00	0.00



Account Number: 3240-2659
THE ROSE-MARIE & JACK R
ANDERSON FOUNDATION

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES							
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	<i>Continued</i> Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
WEST COAST BK CD LAKE OSWEGO OR ACT/365 FDIC INSURED CPN 2.950% DUE 03/27/12 DTD 03/27/09 FC 04/27/09 CUSIP 952146AH1	95,000.00000	100.0000	03/26/09	03/27/12	95,000.00	95,000.00	0.00
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					\$935,000.00	\$935,000.00	\$0.00

ROSE-MARIE AND JACK R

2012 SUPPLEMENTAL ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

Your Supplemental Tax Information Statement that follows is a summary of the gains and losses on your Widely Held Fixed Investment Trust (WHFIT) securities. This section includes your pro-rata share of principal payments made by Real Estate Mortgage Investment Conduits (REMICs) and Collateralized Debt Obligations (CDOs).

The 2012 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID.

1099-B 2012 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
GNMA CMO 2010		CUSIP Number 38377MAA4						
129 JA 04.000%SEP20 39								
	Prin Payment	01/20/12	01/20/12	20,873.43	20,873.43	0.00	0.00	
	Prin Payment	02/21/12	02/21/12	26,233.75	26,233.75	0.00	0.00	
	Prin Payment	03/20/12	03/20/12	41,300.46	41,300.46	0.00	0.00	
	Prin Payment	04/20/12	04/20/12	48,033.72	48,033.72	0.00	0.00	
	Prin Payment	05/21/12	05/21/12	27,386.37	27,386.37	0.00	0.00	
	Prin Payment	06/20/12	06/20/12	36,089.82	36,089.82	0.00	0.00	
	Prin Payment	07/20/12	07/20/12	47,343.62	47,343.62	0.00	0.00	
	Prin Payment	08/20/12	08/20/12	50,336.54	50,336.54	0.00	0.00	
	Prin Payment	09/20/12	09/20/12	62,845.50	62,845.50	0.00	0.00	
	Prin Payment	10/22/12	10/22/12	49,911.78	49,911.78	0.00	0.00	
	Prin Payment	11/20/12	11/20/12	69,608.89	69,608.89	0.00	0.00	
	Prin Payment	12/20/12	12/20/12	59,939.77	59,939.77	0.00	0.00	
	Security Subtotal			539,903.65	539,903.65	0.00	0.00	
GNMA CMO 2006		CUSIP Number 38374NVD6						
49 QA 05.500%FEB20 36								
	Prin Payment	01/20/12	01/20/12	14,380.74	14,380.74	0.00	0.00	
	Prin Payment	02/21/12	02/21/12	11,989.32	11,989.32	0.00	0.00	
	Prin Payment	03/20/12	03/20/12	14,475.08	14,475.08	0.00	0.00	
	Prin Payment	04/20/12	04/20/12	13,818.58	13,818.58	0.00	0.00	

ROSE-MARIE AND JACK R

2012 SUPPLEMENTAL ANNUAL STATEMENT SUMMARY

1099-B

2012 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
GNMA CMO 2006								
49	QA 05.500% FEB 20 36	CUSIP Number	38374NVD6					
	Prin Payment	05/21/12	05/21/12	9,607.40	9,607.40	0.00	0.00	
	Prin Payment	06/20/12	06/20/12	9,993.51	9,993.51	0.00	0.00	
	Prin Payment	07/20/12	07/20/12	12,921.51	12,921.51	0.00	0.00	
	Prin Payment	08/20/12	08/20/12	13,140.88	13,140.88	0.00	0.00	
	Prin Payment	09/20/12	09/20/12	13,640.84	13,640.84	0.00	0.00	
	Prin Payment	10/22/12	10/22/12	12,307.77	12,307.77	0.00	0.00	
	Prin Payment	11/20/12	11/20/12	12,469.58	12,469.58	0.00	0.00	
	Prin Payment	12/20/12	12/20/12	11,825.03	11,825.03	0.00	0.00	
	Prin Payment	12/20/12	12/20/12	11,825.04	11,825.04	0.00	0.00	
	Prin Payment	12/20/12	12/20/12	(11,825.03)	(11,825.03)	0.00	0.00	
	Security Subtotal			150,570.25	150,570.25	0.00	0.00	
GNMA CMO 2011								
1000000.0000	Sale	CUSIP Number	38377VRR9					
		03/21/12	11/16/12	1,000,000.00	1,033,755.00	0.00	(33,755.00)	GNMA 56 WE 4.5% Redeemed 11/16/2012
GNMA CMO 2012								
26	MH 03.000% AUG 20 41	CUSIP Number	38378C3D7					
	Prin Payment	07/20/12	07/20/12	774.78	774.78	0.00	0.00	
	Prin Payment	08/20/12	08/20/12	1,301.32	1,301.32	0.00	0.00	
	Prin Payment	09/20/12	09/20/12	18,340.30	18,340.30	0.00	0.00	
	Prin Payment	10/22/12	10/22/12	6,722.25	6,722.25	0.00	0.00	
	Prin Payment	11/20/12	11/20/12	30,899.05	30,899.05	0.00	0.00	
	Prin Payment	12/20/12	12/20/12	7,472.21	7,472.21	0.00	0.00	
	Prin Payment	12/20/12	12/20/12	7,472.22	7,472.22	0.00	0.00	
	Prin Payment	12/20/12	12/20/12	(7,472.21)	(7,472.21)	0.00	0.00	
	Security Subtotal			65,509.92	65,509.92	0.00	0.00	
GNMA CMO 2009								
44	AD 04.500% APR 16 39	CUSIP Number	38374U2H3					
	Prin Payment	01/17/12	01/17/12	41,884.78	41,884.78	0.00	0.00	
	Prin Payment	02/16/12	02/16/12	44,237.21	44,237.21	0.00	0.00	
	Prin Payment	03/16/12	03/16/12	43,891.66	43,891.66	0.00	0.00	
	Prin Payment	04/16/12	04/16/12	21,513.55	21,513.55	0.00	0.00	
	Prin Payment	05/16/12	05/16/12	21,170.20	21,170.20	0.00	0.00	
	Prin Payment	06/18/12	06/18/12	20,830.11	20,830.11	0.00	0.00	
	Prin Payment	07/16/12	07/16/12	20,493.23	20,493.23	0.00	0.00	
	Prin Payment	08/16/12	08/16/12	20,159.55	20,159.55	0.00	0.00	
	Prin Payment	09/17/12	09/17/12	19,829.03	19,829.03	0.00	0.00	
	Prin Payment	10/16/12	10/16/12	19,501.67	19,501.67	0.00	0.00	

ROSE-MARIE AND JACK R

2012 SUPPLEMENTAL ANNUAL STATEMENT SUMMARY

1099-B

2012 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
<hr/>								
GNMA	CMO 2009	CUSIP Number 38374U2H3						
44	AD 04.500%APR16 39							44AD S.T.
	Prin Payment	11/16/12	11/16/12	19,177.42	19,177.42	0.00	0.00	
	Prin Payment	12/17/12	12/17/12	18,856.27	18,856.27	0.00	0.00	
	Security Subtotal			311,544.68	311,544.68	0.00	0.00	
<hr/>								
GNMA	CMO 2009	CUSIP Number 38374U2L4						
44	AH 05.000%JUL16 38							
	Prin Payment	03/16/12	03/16/12	20,990.52	20,990.52	0.00	0.00	
	Prin Payment	04/16/12	04/16/12	87,582.68	87,582.68	0.00	0.00	
	Prin Payment	05/16/12	05/16/12	40,407.82	40,407.82	0.00	0.00	
	Prin Payment	06/18/12	06/18/12	50,912.88	50,912.88	0.00	0.00	
	Prin Payment	07/16/12	07/16/12	256,324.04	256,324.04	0.00	0.00	
	Prin Payment	08/16/12	08/16/12	403,355.04	403,355.04	0.00	0.00	
	Prin Payment	09/17/12	09/17/12	374,821.04	374,821.04	0.00	0.00	
	Security Subtotal			1,234,394.02	1,234,394.02	0.00	0.00	
<hr/>								
Noncovered Short Term Capital Gains and Losses Subtotal				3,301,922.52	3,335,677.52	0.00	(33,755.00)	} 56 WE - ✓ OK S.T.
NET SHORT TERM CAPITAL GAINS AND LOSSES				3,301,922.52	3,335,677.52	0.00	(33,755.00)	
<hr/>								
LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
<hr/>								
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
<hr/>								
GNMA	CMO 2009	CUSIP Number 38374U2L4						
	2000000.0000 Sale	05/28/09	10/16/12	132,866.57	135,523.89	0.00	(2,657.32)	} 44AH ✓ OK L.T.
Noncovered Long Term Capital Gains and Losses Subtotal				132,866.57	135,523.89	0.00	(2,657.32)	
NET LONG TERM CAPITAL GAINS AND LOSSES				132,866.57	135,523.89	0.00	(2,657.32)	
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES				3,434,789.09				
TOTAL REPORTED SALES PROCEEDS				3,434,789.09				



Merrill Lynch
Bank of America Corporation

Account No.
636-04F14

Taxpayer No.
75-2542403

Page
17 of 24

ROSE-MARIE AND JACK R

2012 SUPPLEMENTAL ANNUAL STATEMENT SUMMARY
2012 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM
GAINS/LOSSES
0.00

NONCOVERED SHORT TERM
GAINS/LOSSES
(33,750.00)

COVERED LONG TERM
GAINS/LOSSES
0.00

NONCOVERED LONG TERM
GAINS/LOSSES
(2,657.32)

OK

OK

ROSE-MARIE AND JACK R ANDERSON

2012 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2012 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

1099-B 2012 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
ARCOS DORADOS HOLDNG INC								
		CUSIP Number	G0457F107					
750.0000	Sale	09/27/11	05/07/12	10,921.19	19,662.15	0.00	(8,740.96)	
100.0000	Sale	01/24/12	05/07/12	1,456.16	2,129.47	0.00	(673.31)	
45.0000	Sale	01/24/12	05/07/12	655.28	959.27	0.00	(303.99)	
205.0000	Sale	01/24/12	05/07/12	2,979.80	4,370.01	0.00	(1,390.21)	
	Security Subtotal			16,012.43	27,120.90	0.00	(11,108.47)	
APPLE INC								
		CUSIP Number	037833100					
30.0000	Sale	09/20/11	04/17/12	17,418.82	12,742.46	0.00	4,676.36	
FAMILY DOLLAR STORES								
		CUSIP Number	307000109					
350.0000	Sale	10/06/11	08/24/12	21,539.97	18,729.81	0.00	2,810.16	
NATIONAL-OILWELL VARCO								
		CUSIP Number	637071101					
48.0000	Sale	09/22/11	03/07/12	3,743.61	2,641.99	0.00	1,101.62	
127.0000	Sale	09/22/11	03/07/12	9,900.89	6,990.27	0.00	2,910.62	
	Security Subtotal			13,644.50	9,632.26	0.00	4,012.24	
PAN AMERN SILVER CORP								
		CUSIP Number	697900108					
1000.0000	Sale	09/06/12	11/06/12	21,079.67	18,769.74	0.00	2,309.93	

ROSE-MARIE AND JACK R ANDERSON

2012 ANNUAL STATEMENT SUMMARY

1099-B

2012 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ROUNDY'S PARENT CO INC								
2000.0000	Sale	CUSIP Number 05/07/12	779268101 07/18/12	19,562.16	24,765.71	0.00	(5,203.55)	
SEAGATE TECH PLC SHS								
1000.0000	Sale	CUSIP Number 01/27/12	G7945M107 09/06/12	31,391.16	20,873.99	0.00	10,517.17	
125.0000	Sale	04/17/12	09/06/12	3,923.90	3,637.35	0.00	286.55	
	Security Subtotal			35,315.06	24,511.34	0.00	10,803.72	
UNILEVER NV NY REG SHS								
400.0000	Sale	CUSIP Number 08/15/11	904784709 03/07/12	12,959.23	13,305.84	0.00	(346.61)	
WEATHERFORD INTL LTD.								
750.0000	Sale	CUSIP Number 08/26/11	H27013103 05/07/12	10,090.63	12,021.89	0.00	(1,931.26)	
500.0000	Sale	10/05/11	05/07/12	6,727.09	6,531.70	0.00	195.39	
	Security Subtotal			16,817.72	18,553.59	0.00	(1,735.87)	
Covered Short Term Capital Gains and Losses Subtotal				174,349.56	168,131.65	0.00	6,217.91	

NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

SPDR DOW JONES INDUST AV								
350.0000	Sale	CUSIP Number 11/02/11	78467X109 05/16/12	43,881.89	41,713.77	0.00	2,168.12	
Noncovered Short Term Capital Gains and Losses Subtotal				43,881.89	41,713.77	0.00	2,168.12	
NET SHORT TERM CAPITAL GAINS AND LOSSES				218,231.45	209,845.42	0.00	8,386.03	

LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)

NATIONAL-OILWELL VARCO								
25.0000	Sale	CUSIP Number 09/22/11	637071101 12/14/12	1,603.30	1,376.04	0.00	227.26	
150.0000	Sale	10/14/11	12/14/12	9,619.81	10,059.23	0.00	(439.42)	
	Security Subtotal			11,223.11	11,435.27	0.00	(212.16)	

ROSE-MARIE AND JACK R ANDERSON

2012 ANNUAL STATEMENT SUMMARY

1099-B

2012 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
Covered Long Term Capital Gains and Losses Subtotal				11,223.11	11,435.27	0.00	(212.16)	
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
<i>CHEVRON CORP</i>								
50.0000	Sale	CUSIP Number 11/04/08	166764100 12/14/12	5,304.13	3,906.30	0.00	1,397.83	
<i>POWERSHARES QQQ TR UNITS</i>								
250.0000	Sale	CUSIP Number 11/16/09	73935A104 05/22/12	15,376.13	11,206.55	0.00	4,169.58	
50.0000	Sale	01/12/11	05/22/12	3,075.23	2,855.49	0.00	219.74	
150.0000	Sale	01/12/11	11/15/12	9,212.50	8,566.45	0.00	646.05	
Security Subtotal				27,663.86	22,628.49	0.00	5,035.37	
<i>HOME DEPOT INC</i>								
500.0000	Sale	CUSIP Number 04/08/09	437076102 10/11/12	29,495.97	12,695.10	0.00	16,800.87	
<i>SPDR S&P MIDCAP 400 ETF</i>								
80.0000	Sale	CUSIP Number 07/01/11	78467Y107 11/15/12	13,669.49	14,456.32	0.00	(786.83)	
Noncovered Long Term Capital Gains and Losses Subtotal				76,133.45	53,686.21	0.00	22,447.24	
NET LONG TERM CAPITAL GAINS AND LOSSES				87,356.56	65,121.48	0.00	22,235.08	
OTHER TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
<i>BLACKSTONE GROUP LP</i>								
1500.0000	Sale	CUSIP Number 10/18/11	09253U108 04/25/12	19,669.07	20,671.93	0.00	N/C	
Other Transactions Subtotal				19,669.07	20,671.93	0.00		
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES				325,257.08				
TOTAL REPORTED SALES PROCEEDS				325,257.08				

N/C Results may not be calculated for transactions which involve the amortization of premium, the repayment of principal, the sale of partnership interest, derivative products purchased in the secondary market, or the determination of ordinary income and/or capital items for discount and zero-coupon issues.

ROSE-MARIE AND JACK R ANDERSON

2012 ANNUAL STATEMENT SUMMARY
2012 REALIZED CAPITAL GAIN AND LOSS SUMMARY

**COVERED SHORT TERM
GAINS/LOSSES**
6,217.91

**NONCOVERED SHORT TERM
GAINS/LOSSES**
2,168.12

**COVERED LONG TERM
GAINS/LOSSES**
(212.16)

**NONCOVERED LONG TERM
GAINS/LOSSES**
22,447.24

ROSE-MARIE AND JACK R ANDERSON

2012 SUPPLEMENTAL ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

Your Supplemental Tax Information Statement that follows is a summary of the gains and losses on your Widely Held Fixed Investment Trust (WHFIT) securities. This section includes your pro-rata share of principal payments made by Real Estate Mortgage Investment Conduits (REMICs) and Collateralized Debt Obligations (CDOs).

The 2012 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID.

1099-B 2012 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
SPDR GOLD TRUST		CUSIP Number	78463V107					
100.0000	Trust Asset Sale	07/07/06	01/11/12	5.22	2.04	0.00	3.18	
100.0000	Trust Asset Sale	07/11/08	01/11/12	5.22	3.10	0.00	2.12	
100.0000	Trust Asset Sale	07/07/06	02/14/12	5.04	1.86	0.00	3.18	
100.0000	Trust Asset Sale	07/11/08	02/14/12	5.03	2.84	0.00	2.19	
100.0000	Trust Asset Sale	07/07/06	03/13/12	5.18	1.95	0.00	3.23	
100.0000	Trust Asset Sale	07/11/08	03/13/12	5.17	2.98	0.00	2.19	
100.0000	Trust Asset Sale	07/07/06	04/10/12	5.63	2.18	0.00	3.45	
100.0000	Trust Asset Sale	07/11/08	04/10/12	5.63	3.33	0.00	2.30	
100.0000	Trust Asset Sale	07/07/06	05/16/12	5.96	2.45	0.00	3.51	
100.0000	Trust Asset Sale	07/11/08	05/16/12	5.95	3.74	0.00	2.21	
100.0000	Trust Asset Sale	07/07/06	06/12/12	5.06	2.01	0.00	3.05	
100.0000	Trust Asset Sale	07/11/08	06/12/12	5.06	3.07	0.00	1.99	
100.0000	Trust Asset Sale	07/07/06	07/06/12	5.11	2.05	0.00	3.06	
100.0000	Trust Asset Sale	07/11/08	07/06/12	5.11	3.13	0.00	1.98	
100.0000	Trust Asset Sale	07/07/06	08/10/12	5.16	2.03	0.00	3.13	
100.0000	Trust Asset Sale	07/11/08	08/10/12	5.16	3.10	0.00	2.06	
100.0000	Trust Asset Sale	07/07/06	09/12/12	5.28	1.94	0.00	3.34	
100.0000	Trust Asset Sale	07/11/08	09/12/12	5.28	2.95	0.00	2.33	
100.0000	Trust Asset Sale	07/07/06	10/08/12	5.85	2.10	0.00	3.75	
100.0000	Trust Asset Sale	07/11/08	10/08/12	5.84	3.20	0.00	2.64	
100.0000	Trust Asset Sale	07/07/06	11/19/12	5.40	1.99	0.00	3.41	

ROSE-MARIE AND JACK R ANDERSON

2012 SUPPLEMENTAL ANNUAL STATEMENT SUMMARY

1099-B

2012 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)								
SPDR GOLD TRUST								
	CUSIP Number	78463V107						
100.0000	Trust Asset Sale	07/11/08	11/19/12	5.40	3.03	0.00	2.37	
100.0000	Trust Asset Sale	07/07/06	12/11/12	5.11	1.90	0.00	3.21	
100.0000	Trust Asset Sale	07/11/08	12/11/12	5.10	2.90	0.00	2.20	
	Security Subtotal			127.95	61.87	0.00	66.08	
	Noncovered Long Term Capital Gains and Losses Subtotal			127.95	61.87	0.00	66.08	
	NET LONG TERM CAPITAL GAINS AND LOSSES			127.95	61.87	0.00	66.08	
	TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES			127.95				
	TOTAL REPORTED SALES PROCEEDS			127.95				

2012 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
0.00	0.00	0.00	66.08

Return Cap 61.87
 Misc Inc. Realized Gain 66.08
 Misc Exp Mgmt Fees 127.95

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED - BROWN ADVISORY #2659		P		
b 3,000,000 US TSY 1.375% 11/15/12		P		
c SEE ATTACHED - MERRILL LYNCH #04F14		P		
d SEE ATTACHED - MERRILL LYNCH #04F14		P		
e SEE ATTACHED - MERRILL LYNCH #02077		P		
f SEE ATTACHED - MERRILL LYNCH #02077		P		
g SEE ATTACHED - MERRILL LYNCH #02077		P	11/18/11	04/25/12
h SEE ATTACHED - MERRILL LYNCH #02077		P		
i FROM K-1 BURTON PARTNERSHIP - SHORT TERM CAP LOSS		P		
j FROM K-1 BURTON PARTNERSHIP - LONG TERM CAP GAIN		P		
k FROM K-1 CAI PARTNERS - LONG TERM CAP GAIN		P		
l FROM K-1 THE BLACKSTONE GRP - SHORT TERM CAP GAIN		P		
m FROM K-1 THE BLACKSTONE GRP - LONG TERM CAP GAIN		P		
n FROM K-1 THE BLACKSTONE GRP - SEC 1231 GAIN		P		
o FROM K-1 CEDAR FAIR LP - SEC 1231 LOSS		P		

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 935,000.		935,000.	0.
b 3,014,370.		3,003,147.	11,223.
c 3,301,923.		3,335,678.	<33,755.>
d 132,867.		135,524.	<2,657.>
e 218,231.		209,845.	8,386.
f 87,357.		65,122.	22,235.
g 19,669.		20,672.	<1,003.>
h 128.		62.	66.
i		1,362.	<1,362.>
j 247,112.			247,112.
k 105,926.			105,926.
l 2.			2.
m 71.			71.
n 6.			6.
o		22.	<22.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			11,223.
c			<33,755.>
d			<2,657.>
e			8,386.
f			22,235.
g			<1,003.>
h			66.
i			<1,362.>
j			247,112.
k			105,926.
l			2.
m			71.
n			6.
o			<22.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 }

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a FROM K-1 CAPITAL PARTNERS - LONG TERM CAP GAIN		P		
b FROM K-1 CAPITAL PARTNERS - SEC 1231 GAIN		P		
c FROM K-1 THE BLACKSTONE GRP - BASIS ADJ		P		
d FROM K-1 NGN BIOMED PARTNERSHIP - LONG TERM CAP G		P		
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 15,535.			15,535.
b 2,343.			2,343.
c 158.			158.
d 14,884.			14,884.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			15,535.
b			2,343.
c			158.
d			14,884.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	389,148.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION

75-2542403

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE CHILDRENS SCHOLARSHIP FUND 8 W. 38TH ST., 9TH FL NEW YORK, NY 10018	NONE	PUBLIC	EDUCATION	300,000.
COLUMBIA BUSINESS SCHOOL 820 URIS HALL, 3022 BROADWAY NEW YORK, NY 10027	NONE	PUBLIC	EDUCATION	25,000.
COMMONWEAL FOUNDATION 10770 COLUMBIA PIKE, STE 150 SILVER SPRING, MD 20901	NONE	PUBLIC	EDUCATION	40,000.
DONORS TRUST, INC. 109 NORTH HENRY STREET ALEXANDRIA, VA 22314	NONE	PUBLIC	EDUCATION & RESEARCH	200,000.
EAST MEETS WEST FOUNDATION 1611 TELEGRAPH AVE., SUITE 1420 OAKLAND, CA 94612	NONE	PUBLIC	HEALTHCARE & EDUCATION	55,932.
THE ENDOWMENT FOR INNER-CITY EDUCATION 1011 FIRST AVENUE, STE 1856 NEW YORK, NY 10022	NONE	PUBLIC	EDUCATION	25,000.
FLORIDIANS FOR SCHOOL CHOICE 8500 NW 25TH AVENUE MIAMI, FL 33147	NONE	PUBLIC	EDUCATION	25,000.
FROM K-1 CAPITAL PARTNERS EIGHT GREENWICH OFFICE PARK GREENWICH, CT 06831-5149	NONE	PUBLIC	EDUCATION AND HEALTH	127.
GREENWICH HOSPITAL 5 PERRYRIDGE ROAD GREENWICH, CT 06830	NONE	PUBLIC	HEALTH	65,000.
HEARD MUSEUM 2301 N. CENTRAL AVE PHOENIX, AZ 85004	NONE	PUBLIC	EDUCATION	15,000.
Total from continuation sheets				1,807,459.

ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION

75-2542403

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HOOVER INSTITUTION STANFORD UNIVERSITY STANFORD, CA 94305	NONE	PUBLIC	EDUCATION	150,000.
INDIAN RIVER HOSPITAL FDN 1000 36TH STREET VERO BEACH, FL 32960	NONE	PUBLIC	HEALTH & EDUCATION	10,000.
KAPPA DELTA FOUNDATION, INC 3205 PLAYERS LANE MEMPHIS, TN 38125	NONE	PUBLIC	EDUCATION	40,000.
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	PUBLIC	EDUCATION	9,000.
MIAMI UNIVERSITY SCHOOL OF BUSINESS 725 E. CHESTNUT ST OXFORD, OH 45056	NONE	PUBLIC	EDUCATION	100,000.
THE FRIEDMAN FOUNDATION FOR EDUCATIONAL CHOICE INC. ONE AMERICAN SQUARE INDIANAPOLIS, IN 46282	NONE	PUBLIC	EDUCATION	350,000.
NATIONAL ACADEMIES OF SCIENCES 500 FIFTH ST. NW, KECK 1057 WASHINGTON, DC 20001-2736	NONE	PUBLIC	EDUCATION	42,400.
O'CONNOR HOUSE 4455 EAST CAMELBACK ROAD, SUITE A215 PHOENIX, AZ 85018	NONE	PUBLIC	COMMUNITY SERVICE	10,000.
PATHWAYS, INC 175 MILBANK AVENUE GREENWICH, CT 06830-6636	NONE	PUBLIC	HEALTHCARE	35,000.
STUDENT SPONSOR PARTNERSHIP, INC. 424 MADISON AVENUE, SUITE 1601 NEW YORK, NY 10017	NONE	PUBLIC	EDUCATION	25,000.
Total from continuation sheets				

75-2542403

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MERRILL LYNCH - 04F14	1,454.
MERRILL LYNCH - 2077	44.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,498.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMORTIZATION OF INTEREST	<42,921.>	0.	<42,921.>
BROWN ADVISORY - DIVIDENDS	244,485.	0.	244,485.
BROWN ADVISORY - INTEREST	13,489.	0.	13,489.
FROM K-1 BURTON PARTNERSHIP - DIVIDENDS	54,252.	0.	54,252.
FROM K-1 BURTON PARTNERSHIP - INTEREST	484.	0.	484.
FROM K-1 CAI PARTNERS & CO IV, LP - INTEREST	4,746.	0.	4,746.
FROM K-1 CAPITAL PARTNERS - INTEREST	4,413.	0.	4,413.
FROM K-1 NGN BIOMED OPP I - DIVIDENDS	34.	0.	34.
FROM K-1 NGN BIOMED OPP I - INTEREST	585.	0.	585.
FROM K-1 THE BLACKSTONE GROUP - DIVIDENDS	22.	0.	22.
FROM K-1 THE BLACKSTONE GROUP - INTEREST	114.	0.	114.
MERRILL LYNCH 04F14 - ACCRUED INTEREST PAID	<5,542.>	0.	<5,542.>
MERRILL LYNCH 04F14 - DIVIDENDS	543,331.	0.	543,331.
MERRILL LYNCH 04F14 - GNMA INTEREST	162,452.	0.	162,452.
MERRILL LYNCH 04F14 - INTEREST	947.	0.	947.
MERRILL LYNCH 04F14 - OID INTEREST	16,629.	0.	16,629.
MERRILL LYNCH 04F14 - US INTEREST	23,420.	0.	23,420.
MERRILL LYNCH 2077 - DIVIDENDS	19,993.	0.	19,993.
VANGUARD S&P 500 INDEX - DIVIDENDS	138,499.	0.	138,499.
TOTAL TO FM 990-PF, PART I, LN 4	1,179,432.	0.	1,179,432.

FORM 990-PF	RENTAL INCOME	STATEMENT	3
-------------	---------------	-----------	---

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FROM K-1 CAPITAL PARTNERS	1	232.
FROM K-1 THE BLACKSTONE GROUP	2	3.
TOTAL TO FORM 990-PF, PART I, LINE 5A		235.

FORM 990-PF	OTHER INCOME	STATEMENT	4
-------------	--------------	-----------	---

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 CAPITAL PARTNERS	57,769.	57,769.	
FROM K-1 THE BLACKSTONE GROUP	2.	2.	
FROM K-1 CEDAR FAIR LP	<965.>	<965.>	
FROM K-1 CAPITAL PARTNERS	<839.>	<839.>	
MISC. INCOME	10,200.	10,200.	
FROM K-1 THE BLACKSTONE GROUP	37.	37.	
TOTAL TO FORM 990-PF, PART I, LINE 11	66,204.	66,204.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
-------------	-----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING SERVICES	15,750.	3,938.		11,812.
TO FORM 990-PF, PG 1, LN 16B	15,750.	3,938.		11,812.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MANAGEMENT FEES	35,120.	8,780.		26,340.	
INVESTMENT FEES	10,116.	10,116.		0.	
INVESTMENT FEES - ML 02077	128.	128.		0.	
INVESTMENT FEES - CAPITAL PARTNERS	177.	177.		0.	
INVESTMENT FEES - ML 02077					
ANNUAL FEE	200.	200.		0.	
TO FORM 990-PF, PG 1, LN 16C	45,741.	19,401.		26,340.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FROM K-1 BURTON PARTNERSHIP - FOREIGN TAXES	52.	52.		0.	
MERRILL LYNCH - FOREIGN TAXES	129.	129.		0.	
FROM K-1 CAPITAL PARTNERS - STATE INCOME TAXES	99.	99.		0.	
FROM K-1 CAPITAL PARTNERS - FOREIGN TAXES	668.	668.		0.	
EXCISE TAXES ON INVESTMENT INCOME	25,000.	0.		0.	
FROM K-1 NGN BIOMED - FOREIGN TAXES	9.	9.		0.	
TO FORM 990-PF, PG 1, LN 18	25,957.	957.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FROM K-1 BURTON PARTNERSHIP - PORTFOLIO DEDUCTION	3,223.	3,223.			0.
FROM K-1 CAPITAL PARTNERS - PORTFOLIO DEDUCTION	1,136.	1,136.			0.
FROM K-1 CAPITAL PARTNERS - OTHER DEDUCTIONS	5,105.	5,105.			0.
FROM K-1 NGN BIOMED - PORTFOLIO DEDUCTION	6,629.	6,629.			0.
MISCELLANEOUS FEES	5,074.	1,269.			3,806.
FROM K-1 CAI PTRS & CO IV - OTHER PORTFOLIO DEDUCTION	36,474.	36,474.			0.
FROM K-1 CEDAR FAIR - NON-DEDUCTIBLE EXPENSES	54.	0.			0.
FROM K-1 NGN BIOMED - NON-DEDUCTIBLE EXP	3.	0.			0.
INSURANCE	425.	0.			425.
FROM K-1 CAPITAL PTRS - NON-DEDUCTIBLE EXPENSES	1,230.	0.			0.
FROM K-1 BLACKSTONE GRP - OTHER DEDUCTION	8.	8.			0.
TO FORM 990-PF, PG 1, LN 23	59,361.	53,844.			4,231.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED STATEMENT-US GOVERNMENT OBLIGATIONS	X		2,906,665.	2,941,081.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,906,665.	2,941,081.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,906,665.	2,941,081.	

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT-CORPORATE STOCKS	29,210,618.	35,203,253.
TOTAL TO FORM 990-PF, PART II, LINE 10B	29,210,618.	35,203,253.

FORM 990-PF		OTHER INVESTMENTS		STATEMENT 11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
INTEREST RECEIVABLE	COST	2,391.	2,391.	
TOTAL TO FORM 990-PF, PART II, LINE 13		2,391.	2,391.	

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT		STATEMENT 12
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
ORGANIZATIONAL COSTS	22,864.	22,864.	0.
TOTAL TO FM 990-PF, PART II, LN 14	22,864.	22,864.	0.

FORM 990-PF	OTHER ASSETS		STATEMENT 13
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN NGN BIOMED OPPORTUNITY I, L.P.	274,328.	205,138.	113,546.
INVESTMENT IN CAPITAL PARTNERS PRIVATE EQUITY INCOME FUND, L.P.	340,658.	240,389.	358,566.
INVESTMENT IN BURTON PARTNERSHIP, L.P.	2,061,695.	2,358,870.	2,368,368.
INVESTMENT IN CAI PARTNERS AND COMPANY IV, LP	196,271.	236,155.	528,071.
SECURITY DEPOSIT	1,743.	3,722.	3,722.
INVESTMENT IN BLACKSTONE GROUP LP	20,601.	0.	0.
INVESTMENT IN CEDAR FAIR DEP UNT LP	0.	22,329.	25,088.
	2,895,296.	3,066,603.	3,397,361.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 16
-------------	---	--------------

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JACK R. ANDERSON 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR, PRES. 3.00	0.	0.	0.
ROSE-MARIE ANDERSON 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR 1.00	0.	0.	0.
NEIL R. ANDERSON 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR, TR. ASST SECR 35.00	63,000.	0.	0.
BARBARA ANDERSON MCDONALD 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR, ASST SECR. ASST TR 1.00	0.	0.	0.
GAIL ANDERSON CANIZARES 5000 LEGACY DRIVE, SUITE 140 PLANO, TX 75024	DIR, ASST TR. SECR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		63,000.	0.	0.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT 17
-------------	--	--------------

NAME OF MANAGER

JACK R. ANDERSON
ROSE-MARIE ANDERSON

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	ORGANIZATIONAL COSTS	06/13/94	248	60M	HY	43	22,864.				22,864.	22,864.		0.	22,864.
	* TOTAL 990-PF PG 1 DEPR & AMORT						22,864.				22,864.	22,864.		0.	22,864.